

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:

FIRSTENERGY SOLUTIONS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-50757 (AMK)
(Jointly Administered)

Hon. Judge Alan M. Koschik

**TENTH MONTHLY FEE STATEMENT OF SITRICK AND COMPANY, INC. FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED AS CORPORATE COMMUNICATIONS CONSULTANTS
TO THE DEBTORS FROM JANUARY 21, 2019 THROUGH FEBRUARY 28, 2019**

Name of Applicant:	Sitrick And Company, Inc.
Authorized to Provide Professional Services to:	Debtors and Debtors-in-Possession
Date of Retention:	May 9, 2018 <i>nunc pro tunc</i> to March 31, 2018 (the " <u>Petition Date</u> ")
Time Period Covered by the Statement:	January 21, 2019 - February 28, 2019
Total Fees Requested in the Statement:	\$75,964.00 (80% of \$94,955.00)
Total Expenses Requested in the Statement:	\$5,622.48
Total Fees and Expenses Sought:	\$81,764.48

This is an: X Monthly Interim Final Application

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: FE Aircraft Leasing Corp. (9245), Case No. 18-50759; FirstEnergy Generation, LLC (0561), Case No. 18-50762; FirstEnergy Generation Mansfield Unit 1 Corp. (5914), Case No. 18-50763; FirstEnergy Nuclear Generation, LLC (6394), Case No. 18-50760; FirstEnergy Nuclear Operating Company (1483), Case No. 18-50761; FirstEnergy Solutions Corp. (0186); and Norton Energy Storage L.L.C. (6928), Case No. 18-50764. The Debtors' address is: 341 White Pond Dr., Akron, OH 44320.

Pursuant to Sections 105, 330, and 331 of Chapter 11 of Title 11 of the United States Code, (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Northern District of Ohio (the “Local Bankruptcy Rules”), the *Order Authorizing Retention and Employment of Sitrick And Company, Inc. as Corporate Communications Consultant to the Debtors Nunc Pro Tunc to the Petition Date* [Docket No. 500] (the “Retention Order”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals*, dated April 26, 2018 [Docket No. 427] (the “Interim Compensation Order”), the Guidelines for Compensation and Expense Reimbursement of Professionals (the “Local Guidelines”), and the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the “U.S. Trustee Guidelines”), Sitrick And Company, Inc. (“Sitrick”), corporate communications consultants for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby files this monthly fee statement (the “Monthly Fee Statement”) for the period of January 21, 2019 through February 28, 2019 (the “Fee Period”).² Specifically, Sitrick seeks payment in the amount of \$75,964.00 which is equal to 80% of \$94,995.00, the total amount of compensation sought for actual and necessary services rendered to the Debtors during the Fee Period, and reimbursement in the amount of \$5,622.48 for actual and necessary costs and expenses incurred by Sitrick in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, attached are the following exhibits:

² The January 2019 fees requested herein were not requested in prior fee statements.

- **Exhibit A** is a schedule providing information regarding the Sitrick professionals for whose work in these Chapter 11 cases compensation is sought in this Monthly Fee Statement for Fee Period. Sitrick professionals have billed a total of 206.20 hours in connection with these Chapter 11 cases during the Fee Period.
- **Exhibit B** consists of Sitrick's records of fees and expenses incurred in the Fee Period in the rendition of the professional services to the Debtors and their estates.
- **Exhibit C** consists of Sitrick's records of fees and expenses incurred in the Fee Period in the rendition of the professional services to the Debtors and their estates.

Representations

2. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. Sitrick reserves the right to make further application to this Court for allowance of such fees and expenses incurred during this Fee Period not included herein. Subsequent fee applications will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, Local Bankruptcy Rules, the Local Guidelines, the U.S. Trustee Guidelines, and the Interim Compensation Order.

Notice

3. Notice of this Fee Statement has been provided in accordance with the Interim Compensation Order to: (a) the Debtors, FirstEnergy Solutions Corp., 341 White Pond Drive, Akron, OH, 44320 (Attn. Rick Giannantonio); (b) counsel for the Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, 44th Floor, New York, NY 10036-6745 (Attn. Lisa Beckerman) and 1333 New Hampshire Avenue, N.W., Washington, DC 20036 (Attn. Scott Alberino); (c) local counsel for the Debtors, Brouse McDowell LPA, 388 South Main Street, Suite 500, Akron, OH 44311 (Attn. Kate Bradley and Marc Merklin); (d) Office of the United States Trustee, Howard M. Metzenbaum U.S. Courthouse, 201 Superior Avenue East, Suite 441,

Cleveland, OH 44114 (Attn: Tiiara Patton); (e) Counsel to FirstEnergy Corp. and its non-Debtor subsidiaries, Jones Day, 901 Lakeside Avenue, Cleveland, OH 44114 (Attn: Heather Lennox and Thomas Wearsch); (f) counsel to the Unsecured Creditors' Committee, Milbank, Tweed, Hadley & McCloy, 28 Liberty Street, New York, NY 10005 (Attn: Evan Fleck); and (g) the Fee Examiner, Direct Fee Review, LLC, 1000 North West Street, Suite 1200, Wilmington, DE 19801.

WHEREFORE, Sitrick seeks (i) interim allowance of \$100,577.48 for the total amount of fees and expenses incurred on behalf of the Debtors during the Fee Period, and (ii) payment in the amount of \$75,964.00 which is equal to 80% of the total amount of compensation sought for actual and necessary legal services rendered to the Debtors during the Fee Period, and (iii) reimbursement in the amount of \$5,622.48 for actual and necessary costs and expenses incurred by Sitrick in connection with such services during the Fee Period.

Dated: March 21, 2019

Respectfully submitted,

QUARLES & BRADY LLP

/s /Jason D. Curry

Jason D. Curry (AZ Bar No. 026511)

(*admitted pro hac vice*)

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Two North Central Avenue

Phoenix, Arizona 85004-2391

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Attorneys for Sitrick And Company, Inc.

**UNITED STATES BANKRUPTCY COURT
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FIRSTENERGY SOLUTIONS CORP., *et al.*,¹
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VERIFICATION OF BRENDA ADRIAN

1. I am Brenda Adrian, a member of Sitrick And Company, Inc. (“**Sitrick**”). Sitrick maintains an office at, among other places, 7 Times Square, Suite 2600, New York, New York 10036. I am one of the professionals from Sitrick working on the above-captioned Chapter 11 cases.

2. I have personally performed many of the services rendered by Sitrick as corporate communications consultants to the Debtors and am familiar with all other work performed on behalf of the Debtors by the professionals in the firm.

3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information, and belief.

4. I have reviewed Rule 2016-1 of the Local Rules of the United States Bankruptcy Court for the Northern District of Ohio and the *Guidelines for Compensation and Expense Reimbursement for Professionals* and believe that the Monthly Fee Statement complies with such rules and guidelines.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on March 21, 2019, in New York, New York.

Respectfully submitted,



Brenda Adrian
A Member of the Firm

EXHIBIT "A"

SITRICK AND COMPANY, INC.

Monthly Fee Statement Relating to Period (1/21/19 – 2/28/19)

Period Covered	Requested Fees	Requested Expenses	Amount of Fees Paid	Amount of Expenses Paid	Amount of Holdback Fees Requested
1/21/19 – 2/28/19	\$94,955.00	\$5,622.48	\$0.00	\$0.00	\$18,991.00

TOTALS FOR PERIOD (1/21/19 – 2/28/19)

Fees Requested: \$94,955.00
Fees Paid to Date: \$0.00
Expenses Requested: \$5,622.48
Expenses Paid: \$0.00
Fees Held Back: \$18,991.00
Expenses Held Back: \$0.00

PROFESSIONAL SUMMARY

Name of Professional	Position	Hourly Billing Rate	Total Hours Billed	Total Compensation
Brenda Adrian	Member of the Firm	\$625.00	52.70	\$32,937.50
Thomas J. Becker	Member of the Firm	\$625.00	64.50	\$40,312.50
Thomas J. Becker		\$312.50	12.00	\$3,750.00
Angela D. Pruitt	Member of the Firm	\$395.00	14.70	\$5,806.50
Kara M Schmiemann	Associate	\$195.00	3.00	\$585.00
Chris B. Wagner	Creative Director	\$195.00	12.40	\$2,418.00
Roko Chhetri	Associate	\$195.00	46.90	\$9,145.50

Blended Hourly Rate: \$460.50

Total Hours Billed: 206.20

GRAND TOTAL: \$94,955.00

EXHIBIT "B"

EXPENSE SUMMARY
(1/21/19 - 2/28/19)

<u>Expense Category</u>	<u>Service Provider (if applicable)</u>	<u>Expense</u>
Airfare		\$837.60
Ground Transportation		\$696.14
Lodging	The Westin	\$429.76
Meals		\$13.94
Other	Quarles & Brady LLP	\$1,780.04
PR Newswire		\$1,865.00
TOTAL EXPENSES:		\$5,622.48

EXHIBIT "C"

SITRICK AND COMPANY

MONTHLY FEE STATEMENT For the time period January 21, 2019 through February 28, 2019

PROFESSIONAL SERVICES

			<u>Hours</u>	<u>Amount</u>
1/21/2019	CBW	Conference call with T. Becker and FES team (.5); FES one-page design/layout revisions (3).	3.50	
1/22/2019	CBW	FES one-page design/layout revisions.	0.50	
1/24/2019	CBW	Continue to work on FES one-page design/layout revisions.	0.50	
1/28/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2.7) Review and coordinate articles (.5) Send to entire group and maintain media clip list (.3).	3.50	
	CBW	Revise FES one-page design/layout revisions.	0.50	
1/29/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.5) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	2.00	
	CBW	New one-sheet design/layout for FES.	2.00	
1/30/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.5) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	2.00	
	CBW	New one-sheet design/layout for FES (3.5); conference call with T. Becker and FES team to discuss (.5).	4.00	
1/31/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.5) Review and coordinate articles (.3). Send to entire group and maintain media clip list (.2).	2.00	
1/31/2019	CBW	Revisions to new one-sheet for FES (.7).	0.70	
2/1/2019	TJB	Conferred with D. Griffing on legislative work and media coverage (.4); conferred with D. Benyak on status of retail materials (.2).	0.60	
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.5) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	2.00	

	ADP	Weekly External Affairs conference call (1).	1.00
	KMS	Covered the FirstEnergy Solutions news search (1).	1.00
2/4/2019	BA	Drafting Extreme Weather Performance release. Research FENOC results, PJM results. (3.2) Provided Sale motion for Pleasants Power facility for media inquiry (.5). Worked with D. Griffing and A. Pruitt on response to T. Odayar of Power Finance & Risk re: Sale of Pleasants facility. (.6) Worked with T. Hutchinson re: combining Mansfield and Sammis deactivation/closing releases with extreme weather information (1.6).	5.90
	TJB	Travel to Akron for court hearing (6). Travel billed at half rate.	6.00
	TJB	Drafted and revised proposed media statement (.7); fielded and responded to inquiries from Toledo Blade (1.5); conferred with team on upcoming court hearing as well as timing to file reorganization plan documents (.4).	2.60
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (3) Review and coordinate articles (.5) Send to entire group and maintain media clip list (.3).	3.80
	ADP	Drafted response to PA AERPs legislation (1); handled media inquiry from Power and Finance (.5); revised extreme weather press release (1.3).	2.80
2/5/2019	BA	Revised Extreme weather performance release draft per comments. (1.8) Discussion of timing of release. (0.8) Email discussion of disseminating a press release when the Plan of Reorganization is filed with L. Beckerman, C. Moore along with akin and Alvarez teams. (.8) Email download discussion with T. Becker re: hearing and Government objection re: negotiations on third-party releases and environmental liabilities. (1.9). Email discussion re: communication needs surrounding the filing of the Plan of Reorganization (.8).	5.60
	TJB	Attended court hearing on exclusivity extension and update on matters with US government (3.3); fielded and responded to media inquiries on court hearing (2.3); participated in team call for updates to communications materials (.7); coordinated LAR announcement (.2); fielded and responded to media inquiry on same (.3).	6.80
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2.1) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	2.70
	ADP	Coordinated release of PTO and decommissioning announcement (.9); made final edits to Extreme Weather Release (.3).	1.20
	KMS	Reviewed, set up, and distributed the FENOC LAR Amendment Request press release to be distributed over the wire.	1.00
2/6/2019	BA	Drafted Employee Update for filing of the POR and talking points for various audiences (2.9).	2.90
	TJB	Return from Akron for court hearing. Travel billed at half rate.	6.00

	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2.7) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	3.20
	ADP	Confer with FES team on final edits from Extreme Weather release and updated document accordingly (.7).	0.70
	KMS	Reviewed, set up, and distributed the Extreme Weather Performance press release to be distributed over the wire.	1.00
2/7/2019	BA	Worked to finalize the Employee Update for POR filing per management comments (.9).	0.90
	TJB	Fielded and responded to inquiries from Exchange Monitor (.9); final revisions to retail doc (.9).	1.80
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	2.60
	ADP	Revised and reviewed communications documents to address Plan of Reorganization filing (2).	2.00
2/8/2019	TJB	Fielded and responded to inquiries from S&P on status of facilities and filing of reorganization plan (2.4); worked on plan filing materials (.8); fielded and responded to inquiries related to plan filing and timeline from Bloomberg and Law360 (1.3).	4.50
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.6) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	2.10
	ADP	Weekly External Affairs call (.7).	0.70
2/11/2019	BA	Finalized Employee memo re: POR; manage distribution (1.9).	1.90
	TJB	Reviewed and revised documents relating to filing of plan (1.6); fielded and responded to media inquiries regarding filing of plan and disclosure statement throughout the day (6.2).	7.80
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.5) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	2.10
2/12/2019	TJB	Fielded and responded to media inquiries from Cleveland Plain Dealer (.6), Toledo Blade (1.9), and Fremont News-Messenger (3.6).	6.60
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2) Review and coordinate articles (.5) Send to entire group and maintain media clip list (.2).	2.70

2/13/2019	BA	Drafted retail documents. (.9)	0.90
	TJB	Worked on retail-focused materials (1.1); conferred with team on same (.4); fielded and responded to inquiries from Cleveland Business Journal (.8).	2.30
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.4) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	1.90
2/14/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.8) Review and coordinate articles (.5) Send to entire group and maintain media clip list (.3).	2.60
2/15/2019	BA	Participated in External Affairs conference call. (.9) Fielded inquiries from Individual bondholders (0.7); discussion re: protocol on who to send bondholders to for information(0.9).	2.50
	TJB	Fielded and responded to inquiries regarding Bruce Mansfield from S&P (2.2); conferred with D. Griffing on communications work (.2).	2.40
2/15/2019	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2.5) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	3.10
	ADP	Handled investor inquiry (.4).	0.40
2/18/2019	TJB	Fielded and responded to media inquiries from S&P (1.8), E&E (2.7), and the Associated Press (.3).	4.80
2/19/2019	TJB	Fielded and responded to media inquiries from Associated Press (.2) and Bloomberg News (1.3); participated in communications planning and strategy call with advisors (.9); worked on communications materials regarding status of plants (3.8).	6.20
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	2.60
2/20/2019	BA	Fielded media inquiries from AP re: financials of nuclear plants; discussion with C. Moore re: same (2.1).	2.10
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (2) Review and coordinate articles (.4) Send to entire group and maintain media clip list (.2).	2.60
	ADP	Handled media inquiry from AP's Marc Levy (1).	1.00
2/21/2019	BA	Participated in call with B. Joyce of A&M and A. Pruitt re: communication needs for upcoming new management announcement (.8).	0.80

	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.3) Review and coordinate articles (.3) Send to entire group and maintain media clip list (.2).	1.80
	ADP	Handled inquiry from Argus media (.6); call with Bredan Joyce and B. Adrian on next phase of communications documents related to restructuring (.5).	1.10
	CBW	Stand-alone map graphic to indicate plant and service territories.	0.70
2/22/2019	TJB	Reviewed media request (.1); researched outlet and prior coverage (.8); conferred with team and D. Griffing on same (.2).	1.10
	RC	Media search in Bloomberg, Google, Factiva, Politico Pro and other publications (1.2) Review and coordinate articles (.2) Send to entire group and maintain media clip list (.2).	1.60
	ADP	Weekly External Affairs call (.7).	0.70
2/25/2019	BA	Drafted management change documents (3.2).	3.20
	TJB	Fielded and responded to inquiries from Ohio Public Radio/TV about potential interviews for upcoming stories (1.2); conferred with team on same (.2).	1.40
	ADP	Conference call with external affairs team to discuss communications messaging (.7); review revised communications timeline (.1); review and revised press release announcement new management team (1).	1.80
2/26/2019	BA	Continued drafting new management communication documents; (4.3) discussion with D. Giffing and B. Joyce re: all items necessary for new team;(2.4) Edits on news release from L. Beckerman, C. Moore (1.5).	8.20
	TJB	Worked on communications materials (drafts and revisions) relating to new management team (3.2); fielded and responded to media inquiries from Columbus Dispatch (1.7); fielded and responded to various media inquiries regarding draft of new legislation (2.2); conferred with team on media approach and statements (.3).	7.40
	ADP	Handled media inquiry from S&P Global (.5).	0.50
2/27/2019	BA	Revised news release, employee update memo,(2.8) Drafted scripts For John Judge and D. Schneider; (2.9) edited per comments from management team (2.2).	7.90
	TJB	Fielded and responded to inquiry from S&P Global (.7); conferred with team on document preparation for management team announcement (.2).	0.90
	TJB	Reviewed and revised communications documents (.4); fielded and responded to media inquiries about Pennsylvania legislation (1.1); responded to Ohio Public Radio/TV request for help with stories (.3); researched reporter (.6); conferred with D. Griffiths on same (.2); Fielded and responded to inquiry from S&P Global (.8); conferred with team on document preparation for management team announcement (.3).	3.70

ADP Reviewed final edits to new management press release (.4); handled media inquiry from Nuclear Intelligence Weekly (.4) 0.80

2/28/2019 BA Final edit of release and internal employee memo of management change. (4.3) Edits of video scripts for D. Schneider and J. Judge, spliced videos together for dissemination. (2.8) Responded to P. McKinney bondholder (.4) Fielded media inquiry on new management team from B. Lin-Fisher from Akron Beacon Journal (2.4). 9.90

TJB Final review of communications materials to announce new management team (.6); fielded and responded to media inquiries regarding the press release (3). 3.60

TOTAL TIME CHARGES

206.20 \$94,955.00

EXPENSES

Qty/Price Amount

AIRFARE

2/4/2019 Expense Report 1 468.30
Tom Becker \$468.30
02/04/2019
United Airlines

2/6/2019 United Airlines 1 369.30
Date of Travel: Feb 6, 2019 \$369.30
Tom Becker

SUBTOTAL:

[837.60]

GROUND TRANSPORTATION

2/4/2019 Expense Report 1 301.00
Tom Becker \$301.00
02/04/2019
Hertz
ECL 1 195.26
Invoice Number: 110624 \$195.26
Date of Service: 02/04/2019
Tom Becker

2/6/2019 ECL	1	199.88
Invoice Number: 110624	\$199.88	
Date of Service: 02/06/2019		
Tom Becker		

SUBTOTAL:	[696.14]
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LODGING

2/4/2019 Expense Report	1	429.76
Tom Becker	\$429.76	
02/04/2019		
The Westin		

SUBTOTAL:	[429.76]
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MEALS

2/4/2019 Expense Report	1	6.97
Tom Becker	\$6.97	
02/04/2019		
CVS		
Expense Report	1	6.97
Tom Becker	\$6.97	
02/04/2019		
Taco Bell		

SUBTOTAL:	[13.94]
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OTHER

2/28/2019 Quarles & Brady	1	1,780.04
Invoice # 6117356	\$1,780.04	
February 2019		

SUBTOTAL:	[1,780.04]
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PR NEWSWIRE

2/28/2019 PR Newswire	1	1,865.00
Invoice Number: 103334249	\$1,865.00	
Date of Service: 02/28/2019		
US1 National Newswire		
FirstEnergy Solutions Corp Announces New Management Team to Complete Restructuring and Lead the Company into the Future		

SUBTOTAL:	[1,865.00]
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TOTAL ADDITIONAL CHARGES	\$5,622.48
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